

EXHIBIT B

Mosley Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

**DECLARATION OF EDGAR W. MOSLEY II IN SUPPORT OF DEBTORS’
MOTION FOR ENTRY OF AN ORDER AUTHORIZING AND APPROVING
(I) PROCEDURES FOR THE SALE OR TRANSFER OF THE TRUST
ASSETS AND (II) THE SALE OR TRANSFER OF SUCH TRUST ASSETS
IN ACCORDANCE WITH SUCH PROCEDURES FREE AND CLEAR OF
ANY LIENS, CLAIMS, INTERESTS AND ENCUMBRANCES**

I, Edgar W. Mosley II, hereby declare as follows:

1. I am a Managing Director at Alvarez & Marsal North America, LLC (“A&M”), a restructuring advisory services firm specializing in interim management, crisis management, turnaround consulting, operational due diligence, creditor advisory services and financial and operation restructuring.

2. I have more than 20 years of restructuring and distressed investment experience across various industries, including oil & gas, manufacturing, transportation, automotive, retail, industrial construction, telecommunications, healthcare, and consumer products. I have a Bachelor’s Degree from Harvard University and have been recognized as a

¹ The last four digits of FTX Trading Ltd.’s tax identification number are 3288. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson’s Commercial Complex, Friars Hill Road, St. John’s, Antigua and Barbuda.

Certified Insolvency and Restructuring Advisor by the Association of Insolvency and Restructuring Advisors, where I served on the board from 2019 until 2020.

3. Since joining A&M, I have been involved in numerous Chapter 11 restructurings, including Seadrill Limited (2020 and 2017), Valaris plc, Diamond Offshore Drilling, Inc., Imerys Talc America, White Star Petroleum, Southcross Energy, Magnum Hunter Resources, Exide Technologies (where I served as the Chief Restructuring Officer), and Visteon Corporation.

4. I submit this declaration (this “Declaration”) in support of the *Debtors’ Motion for Entry of an Order Authorizing and Approving (I) Procedures for the Sale or Transfer of the Trust Assets and (II) the Sale or Transfer of Such Trust Assets in Accordance with Such Procedures Free and Clear of any Liens, Claims, Interests and Encumbrances* (the “Motion”).² I am not being compensated separately for this testimony other than through payments received by A&M as financial advisor retained by FTX Trading Ltd. and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”).

5. Except as otherwise indicated herein, all of the facts set forth in this Declaration are based upon my personal knowledge, my review of relevant documents, information provided to me by A&M professionals involved in advising the Debtors in the above-captioned cases (the “Chapter 11 Cases”) or information provided to me by the Debtors. If called upon to testify, I could and would testify to the facts set forth herein on that basis. I am authorized to submit this Declaration on behalf of the Debtors.

6. I understand that Grayscale Investments, LLC (“Grayscale”) manages statutory trusts (the “Grayscale Trusts”) that allow investors to gain exposure to digital assets

² Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Motion.

without owning the digital assets themselves. I also understand that the Grayscale Trusts issue units to investors that represent a proportional interest in the applicable trust's portfolio, which is comprised entirely of the relevant digital asset(s). The Debtors hold units (the "Trust Assets") in five Grayscale Trusts and one statutory trust managed by Bitwise Investment Advisors, LLC (the "Bitwise Trust") and, together with the Grayscale Trusts, the "Trusts") in a brokerage account at ED&F Man Capital Markets, Inc. (n/k/a Marex Capital Markets Inc.) and in a brokerage account at Deltec Bank and Trust Limited. The Trust Assets are comprised of all of the Debtors' interests in the Trusts, in the quantities set forth below:

Trusts	Quantity of Units	Estimated Value as of 10/25/23³
Grayscale Bitcoin Trust (" <u>GBTC</u> ") (ticker: GBTC)	22,280,720	\$597M
Grayscale Ethereum Trust (" <u>ETHE</u> ") (ticker: ETHE)	6,318,384	\$87M
Bitwise 10 Crypto Index Fund (ticker: BITW)	2,914,210	\$53M
Grayscale Ethereum Classic Trust (ticker: ETCG)	371,477	\$3M
Grayscale Litecoin Trust (ticker: LTCN)	421,848	\$2M
Grayscale Digital Large Cap Trust (ticker: GDLC)	136,190	\$2M
Total Estimated Value as of 10/25/23		\$744M

7. It is my view that a sound business purpose exists for any sale(s) or transfer(s) of the Trust Assets as proposed by the Debtors. The Debtors' proposed sale(s) or transfer(s) of the Trust Assets will help allow the estates to prepare for forthcoming dollarized distributions to creditors and allow the Debtors to act quickly to sell the Trust Assets at the opportune time. Additionally, because the Debtors may sell the Trust Assets to one or more buyers in one or more sales, sales pursuant to the Sale Procedures will alleviate the cost and delay of filing a separate motion for each proposed sale.

³ Estimated values are based on Fidelity's closing prices of the respective units as of October 25, 2023 and are subject to material change. The proceeds from any sale of the Trust Assets may differ from these estimated values.

8. The Sale Procedures impose the Pricing Limitations on sales of certain of the Trust Assets, and require other sales to be pursuant to best execution by the Investment Adviser based on current market conditions, subject to the oversight of the Pricing Committee as necessary. The Sale Procedures also require that the monthly reporting as required under the Coin Monetization Order include information on any sales of the Trust Assets.

9. I believe that the typical process of obtaining court approval for each specific sale of Trust Assets would result in costs to the Debtors' estates that may undermine or eliminate the economic benefits of the underlying transaction or transactions. Additionally, the usual process of obtaining advance court approval in some instances may hinder the Debtors' ability to take advantage of opportunities to sell the Trust Assets.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: November 3, 2023

/s/ Edgar W. Mosley II

Edgar W. Mosley II
Alvarez & Marsal North America, LLC
Managing Director